

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

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|---|---|-------------------------------|
| In re: | § | Chapter 11 |
| | § | |
| FIELDWOOD ENERGY III LLC, et al., | § | Case No. 20-33948 (MI) |
| | § | |
| | § | (Jointly Administered) |
| Post-Effective Date Debtors.¹ | § | |

**ORDER SUSTAINING PLAN ADMINISTRATOR'S SIXTH OMNIBUS OBJECTION
TO CLAIMS PURSUANT TO SECTION 502(b) OF THE BANKRUPTCY CODE AND
RULE 3007 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE
SEEKING TO DISALLOW CERTAIN CLAIMS**

(SATISFIED CLAIMS)

[Related Docket No. 2259]

Upon the *Plan Administrator's Sixth Omnibus Objection to Claims Pursuant to Section 502(b) of the Bankruptcy Code and Rule 3007 of the Federal Rules of Bankruptcy Procedure Seeking to Disallow Certain Claims (Satisfied Claims)* [Docket No. 2259] (the "Objection")² of the administrator of the chapter 11 plan (the "Plan Administrator") of the above-captioned reorganized debtors (collectively, the "Debtors," as applicable, and after the effective date of their

¹ The Post-Effective Date Debtors, along with the last four digits of each Post-Effective Date Debtor's federal tax identification number, as applicable, are: Fieldwood Energy III LLC (6778); Fieldwood Energy Offshore LLC (4494), Fieldwood Energy Inc. (4991), GOM Shelf LLC (8107), and FW GOM Pipeline, Inc. (8440). Fieldwood Energy III LLC, Fieldwood Energy Offshore LLC, and Fieldwood Energy Inc. are managed and operated by the Plan Administrator, whose primary mailing address is 16255 Ventura Blvd., Suite 440, Encino, CA, 91436, C/O of Province LLC. GOM Shelf LLC and FW GOM Pipeline, Inc. (collectively, the "Post-Effective Date FWE I Subsidiaries") are managed and operated by Jon Graham, as sole manager of each Post-Effective Date FWE I Subsidiary. The Debtors in the other nine pending chapter 11 cases (which continue to be jointly administered with the cases of the Post-Effective Date Debtors), each of which have either been dissolved or merged into other entities as of the Effective Date, consist of the following: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422).

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Objection.

plan of reorganization, the “Reorganized Debtors”), seeking entry of an order (this “Order”) disallowing the Satisfied Claims identified on **Schedule 1** attached hereto, it is **HEREBY ORDERED THAT:**

1. Pursuant to Section 502(b) of the Bankruptcy Code and Bankruptcy Rule 3007, each Satisfied Claim identified on **Schedule 1** to this Order is disallowed in its entirety.

2. The Debtors’ Claims Agent is authorized and directed to update the claims register maintained in these chapter 11 cases to reflect the relief granted in this Order.

3. Each claim and the objections by the Plan Administrator to each claim identified in **Schedule 1** constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order will be deemed a separate order with respect to each Satisfied Claim.

4. Except as otherwise provided in this Order, nothing in this Order shall be deemed: (a) an admission as to the validity of any prepetition claim against a Debtor entity or such Debtor entity’s estate; (b) a waiver of any party’s right to dispute any prepetition claim on any grounds; (c) a promise or requirement to pay any prepetition claim; (d) an implication or admission that any particular claim is of a type specified or defined in this Objection or any order granting the relief requested by this Objection; (e) a request or authorization to assume any prepetition agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; or (f) a waiver of the Plan Administrator’s rights under the Bankruptcy Code or any other applicable law.

[Remainder of Page Intentionally Left Blank]

5. The Plan Administrator, the Claims Agent, and the Clerk of the Court are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Objection.

6. This Court shall retain exclusive jurisdiction to resolve any dispute arising from or related to this Order.

Dated:

MARVIN ISGUR
UNITED STATES BANKRUPTCY JUDGE

Schedule 1

Fieldwood Energy LLC and its affiliated Debtors
Case No. 20-33948Schedule 1 - Satisfied Claims

| CreditorName | Address | Claim #(s) | Debtor Entity | Asserted Secured | Asserted Admin | Asserted Priority | Asserted Unsecured | Asserted Total | Date Paid | Agreement Date |
|--|---|-----------------------|---|---|---------------------------------------|---------------------------------------|---|---|--|----------------|
| Aggreko, LLC | 4607 W. Admiral Doyle Drive New Iberia, LA, 70560 | 414 | Fieldwood Energy LLC | \$644,637.96 | \$0.00 | \$0.00 | \$0.00 | \$644,637.96 | 6/10/2021 | 5/26/2021 |
| Allocation Specialists, LLC | Attn: Karin Calland 12810 Willow Centre Dr. Ste A Houston, TX 77066 | 66, 123 | 66: Fieldwood Energy LLC 123: Fieldwood Energy LLC | 66: \$0.00 123: \$0.00 | 66: \$0.00 123: \$0.00 | 66: \$5,077.29 123: \$75,496.24 | 66: \$0.00 123: \$0.00 | 66: \$5,077.29 123: \$75,496.24 | 11/12/2020 | 8/6/2020 |
| American Eagle Logistics, LLC | 1247 Petroleum Pkwy Broussard, LA, 70518 | 363 | Fieldwood Energy LLC | \$0.00 | \$76,787.48 | \$0.00 | \$1,069,854.72 | \$1,146,642.20 | 2/25/2021 | 2/15/2021 |
| American Recovery, LLC | 16201 E. Main Cutoff, LA, 70345 | 217 | Fieldwood Energy LLC | \$0.00 | \$0.00 | \$0.00 | \$2,126.00 | \$2,126.00 | 10/15/2020 | 10/2/2020 |
| Athena Consulting, Inc. | 19731 Stone Lake Dr. Tomball, TX, 77377 | 227 | Fieldwood Energy LLC | \$0.00 | \$0.00 | \$0.00 | \$11,665.75 | \$11,665.75 | 11/5/2020 | 11/2/2020 |
| Burner Fire Control, INC | PO Box 53482 Lafayette, LA, 70505 | 161 | Fieldwood Energy LLC | \$0.00 | \$0.00 | \$0.00 | \$426,036.00 | \$426,036.00 | 12/17, 12/23, and 12/30/20 | 12/9/2020 |
| Clariant Corporation | 2750 Technology Forest Blvd. The Woodlands, TX, 77381 | 385 | Fieldwood Energy LLC | \$0.00 | \$864,115.20 | \$0.00 | \$1,058,937.56 | \$1,923,052.76 | 5/6/2021 | 4/30/2021 |
| Dauphin Island Gathering Partners | 2107 CityWest Boulevard, Suite 600 Houston, TX, 77042 | 299 | Fieldwood Energy LLC | \$0.00 | \$0.00 | \$0.00 | \$9,515.76 | \$9,515.76 | 1/21/2021 | 1/6/2021 |
| DLS, L.L.C. | 701 Robley Dr. Ste 104 Lafayette, LA, 70503 | 42 | Fieldwood Energy LLC | \$0.00 | \$0.00 | \$0.00 | \$32,596.60 | \$32,596.60 | 3/11/2021 | 3/2/2021 |
| Durham's Inspection Services, Inc. | 168 Hilltop Dr. Opelousas, LA, 70570 | 25 | Fieldwood Energy LLC | \$0.00 | \$0.00 | \$161,003.10 | \$0.00 | \$161,003.10 | 2/4/2021 | 2/1/2021 |
| Element Materials Technology Lafayette LLC | 662 Cromwell Ave. St. Paul, MN, 55114 | 232 | Fieldwood Energy LLC | \$0.00 | \$0.00 | \$0.00 | \$36,775.00 | \$36,775.00 | 1/14/2021 | 1/11/2021 |
| Enginuity Global, LLC | 11606 Southfork Ave. Suite 300B Baton Rouge, LA 70816 | 50 | Fieldwood Energy LLC | \$0.00 | \$0.00 | \$0.00 | \$569,727.24 | \$569,727.24 | 9/24, 10/1, and 10/8/20 | 9/17/2020 |
| Forefront Emergency Management, LP | 1730 Coteau Road Houma, Louisiana, 70364 | 116 | Fieldwood Energy LLC | \$0.00 | \$0.00 | \$0.00 | \$62,389.91 | \$62,389.91 | 10/8/2020 | 9/30/2020 |
| Gravcap, Inc. | 12810 Willow Centre Dr. Ste. A Houston, TX, 77066 | 138 | Fieldwood Energy LLC | \$0.00 | \$23,774.63 | \$23,774.63 | \$0.00 | \$47,549.26 | 11/5/2020 | 8/6/2020 |
| Halliburton Energy Services, Inc | 4607 Highway 90E Broussard, LA, 70518 | 905-914, 916-918, 920 | 905: Fieldwood Energy Offshore LLC 906: Dynamic Offshore Resources NS, LLC 907: Fieldwood Onshore LLC 908: Fieldwood SD Offshore LLC 909: FW GOM Pipeline, Inc. 910: Fieldwood Offshore LLC 911: Fieldwood Energy Inc. 912: Galveston Bay Processing LLC 913: Fieldwood Energy SP LLC 914: GOM Shelf LLC 916: Fieldwood Energy LLC 917: Bandon Oil and Gas, LP 918: Bandon Oil and Gas GP, LLC 920: Galveston Bay Pipeline LLC | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$0.00 | 12/30/2020 | 12/28/2020 |
| ISIMS LLC | 900 TOWN AND COUNTRY LANE SUITE 303 HOUSTON, TX 77024 | 117 | Fieldwood Energy LLC | \$0.00 | \$0.00 | \$0.00 | \$153,279.00 | \$153,279.00 | 5/20/2021 | 5/10/2021 |
| ITT C'Treat | 309 Briar Rock Rd The Woodlands, TX, 77380 | 190 | Fieldwood Energy LLC | \$0.00 | \$0.00 | \$0.00 | \$32,064.93 | \$32,064.93 | 10/22/2020 | 10/6/2020 |
| John C. Healy, Jr. Consulting, LLC | PO Box 270539 Houston, TX, 77277 | 7, 9, 657 | 7: Fieldwood Energy LLC 9: Fieldwood Energy LLC 657: Fieldwood Energy LLC | 7: \$0.00 9: \$0.00 657: \$108,346.89 | 7: \$0.00 9: \$0.00 657: \$0.00 | 7: \$0.00 9: \$0.00 657: \$0.00 | 7: \$108,346.89 9: \$107,612.56 657: \$0.00 | 7: \$108,346.89 9: \$107,612.56 657: \$108,346.89 | 12/10/2020 | 12/4/2020 |
| Kenan Aviation LLC | 15804 Cheneau Rd. Kaplan, LA, 70548 | 194 | Fieldwood Energy LLC | \$0.00 | \$0.00 | \$0.00 | \$2,203.25 | \$2,203.25 | 11/12/2020 | 11/5/2020 |
| M&R Management, LLC | 154 Eastpark Drive Eunice, LA, 70535 | 47 | Fieldwood Energy LLC | \$0.00 | \$0.00 | \$0.00 | \$3,200.00 | \$3,200.00 | 12/10/2020 | 12/2/2020 |
| Martin Holdings, LLC | 16201 East Main Cutoff, LA, 70345 | 870 | Fieldwood Energy LLC | \$0.00 | \$158.10 | \$0.00 | \$0.00 | \$158.10 | 10/15/2020 | 10/9/2020 |
| Nord-Sud Shipping, Inc | 1940 Jefferson Highway Lutcher, LA, 70071 | 245 | Fieldwood Energy LLC | \$0.00 | \$0.00 | \$0.00 | \$5,010.20 | \$5,010.20 | 1/21/2021 | 1/12/2021 |
| OFFSHORE EQUIPMENT SOLUTIONS | 37015 Brownsville Rd. Shidell, LA, 70460 | 5 | Fieldwood Energy LLC | \$0.00 | \$0.00 | \$0.00 | \$27,274.85 | \$27,274.85 | 9/24/2020 | 9/21/2020 |
| Oil States Energy Services, LLC | 333 Clay Street, Suite 4620 Houston, Texas 77003 | 783 | Fieldwood Energy LLC | \$636,784.46 | \$0.00 | \$0.00 | \$0.00 | \$636,784.46 | 5/13/2021 | 5/10/2021 |
| Petrophysical Solutions, Inc. | 1500 CityWest Boulevard #420 Houston, TX, 77042 | 465 | Fieldwood Energy LLC | \$0.00 | \$0.00 | \$0.00 | \$866,000.00 | \$866,000.00 | 12/3/20, 12/10/20, and monthly thereafter | 11/30/2020 |
| Prime Tank, L.L.C. | 221 Oakleaf Dr. Lafayette, LA, 70503 | 408 | Fieldwood Energy LLC | \$0.00 | \$0.00 | \$0.00 | \$2,326,080.24 | \$2,326,080.24 | 6/10/2021 | 5/10/2021 |
| PROCESS PIPING MATERIALS, INC. | 1177 Petroleum Pkwy Broussard, LA, 70518 | 187 | Fieldwood Energy LLC | \$46,741.65 | \$0.00 | \$0.00 | \$0.00 | \$46,741.65 | 12/10/2020 | 12/8/2020 |
| Proserv Operations LLC | 15151 Sommermeyer St. Houston TX, 77041 | 317, 457 | 317: Fieldwood Energy LLC 457: Fieldwood Energy LLC | 317: \$0.00 457: \$0.00 | 317: \$0.00 457: \$0.00 | 317: \$0.00 457: \$0.00 | 317: \$24,287.60 457: \$306,299.77 | 317: \$24,287.60 457: \$306,299.77 | 3/18/2021 | 2/8/2021 |
| RLC, LLC | 430 N. Eola Rd. Broussard, LA, 70518 | 155 | Fieldwood Energy LLC | \$0.00 | \$0.00 | \$0.00 | \$66,641.07 | \$66,641.07 | 3/5/2021 | 3/2/2021 |
| Shell GOM Pipeline Company LLC | Shell Oil Company Attn: Bankruptcy & Credit 150 N. Dairy Ashford Rd., Building F Houston, TX 77079 | 479, 482 | 479: Fieldwood Energy LLC 482: Fieldwood Energy Offshore LLC | \$0.00 | \$0.00 | \$0.00 | \$5,912.52 | \$5,912.52 | 4/15/2021 | 8/6/2020 |

| CreditorName | Address | Claim #(s) | Debtor Entity | Asserted Secured | Asserted Admin | Asserted Priority | Asserted Unsecured | Asserted Total | Date Paid | Agreement Date |
|--|--|------------|--|----------------------------|------------------------------------|----------------------------|--|--|----------------------------------|----------------|
| Sontheimer Offshore/Catering Co. | 5450 West Main Street Houma, LA, 70360 (P.O. Drawer 4319 Houma, LA, 70361-4319) | 202, 204 | 202: Fieldwood Energy LLC 204: Fieldwood Energy LLC | 202: \$0.00 204: \$0.00 | 202: \$61,651.8 204: \$61,651.8 | 202: \$0.00 204: \$0.00 | 202: \$353,343.73 204: \$292,978.13 | 202: \$414,995.53 204: \$354,629.93 | 12/10/2020 | 12/3/2020 |
| Texas Lehigh Cement Company LP | 1000 Jack C Hays Trail Buda, TX, 78610 | 218 | Fieldwood Energy LLC | \$0.00 | \$0.00 | \$0.00 | \$9,870.00 | \$9,870.00 | 11/12/2020 | 10/30/2020 |
| Total Production Supply, LLC | P.O. Box 915 Broussard, LA 70518 | 140, 195 | 140: Fieldwood Energy LLC 195: Fieldwood Energy LLC | 140: \$0.00 195: \$0.00 | 140: \$0.00 195: \$75,547.27 | 140: \$0.00 195: \$0.00 | 140: \$184,989.87 195: \$109,442.60 | 140: \$184,989.87 195: \$184,989.87 | 10/29/2020 | 10/20/2020 |
| Viking Fabricators LLC | 1132 North Barn Road Breaux Bridge, LA, 70517 | 174 | Fieldwood Energy LLC | \$0.00 | \$75,382.00 | \$0.00 | \$0.00 | \$75,382.00 | 9/17, 9/24, 10/1, and 10/8/20 | 9/14/2020 |
| WHITCO SUPPLY, LLC, 200 N. Morgan Avenue Broussard, LA 70518-3904 | 200 North Morgan Ave. Broussard, LA, 70518 | 65 | Fieldwood Energy LLC | \$0.00 | \$0.00 | \$0.00 | \$672,007.80 | \$672,007.80 | 10/8/2020 | 10/1/2020 |